

PX173

From: Shyam Parekh [shyam@telegram.org]
Sent: 01/11/2018 09:10:38
To: [REDACTED - PERSONAL INFORMATION]
CC: [REDACTED - PERSONAL INFORMATION] Ilya Perekopsky [perekopsky@telegram.org]
Subject: Fwd: Telegram - Deed of Amendment - Disruptive Era Fund SP



Attached is a PDF copy of the final agreed version of the Deed of Amendment between TON Issuer Inc, Telegram Group Inc. and Disruptive Era Fund SP (the " **Deed of Amendment**") decreasing your Purchase Amount from US\$30,000,000 to US\$12,452,232.92 under the purchase agreement dated 20 June 2018 between TON Issuer Inc, Telegram Group Inc. and Disruptive Era Fund SP (the "**Purchase Agreement**", a copy of which is attached here), together with the signature page of the Deed of Amendment.

Please send the Deed of Amendment and a PDF of the executed and completed signature page (without dating the documents) back to me via email. Please note it is important that you include the Deed of Amendment as well as the executed and completed signature page in a single email. In doing so, you will be deemed to confirm that:

- (1) the Deed of Amendment is approved in the form as attached to this email;
- (2) the complete Deed of Amendment has been executed in its final form;
- (3) Skadden is authorised to release a copy of the signed signature page to TON Issuer Inc and Telegram Group Inc. and to date the Deed of Amendment once Skadden has received confirmation that signed signature pages from TON Issuer Inc and Telegram Group Inc. are released, at which time the Deed of Amendment will be agreed and entered into and the parties shall be bound by its terms;
- (4) Skadden is authorised to compile all relevant signature pages and counterparts to prepare fully signed and collated versions of the Deed of Amendment; and
- (5) that all parties to the Deed of Amendment and Skadden shall be entitled to rely on the above confirmations.

Please let me know if you have any questions.

Regards,

Shyam